

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
The Authors Guild, Inc., Association of American	:
Publishers, Inc., et al.,	:
	:
Plaintiffs,	:
	:
v.	:
	:
Google Inc.,	:
	:
Defendant.	:
-----X	

Case No. 05 CV 8136 (DC)

**FILED
ELECTRONICALLY**

STIPULATION AND ORDER TO EXTEND CASH PAYMENT DEADLINE

The parties to the above-captioned case and to *The McGraw-Hill Companies, Inc., et al. v. Google Inc.*, No. 05 CV 8881, by and through their undersigned counsel, hereby agree that the proposed Amended Settlement Agreement, dated November 13, 2009, is amended as follows:

1. Section 13.4 of the Amended Settlement Agreement, which currently provides:

13.4 Time for Filing Deadline for Registration/Claim Forms. Rightsholders may register to participate in the Settlement at any time, provided that a Rightsholder who may be eligible for a Cash Payment pursuant to Section 5.1 (Cash Payment to Class Members Whose Books and Inserts Have Been Digitized) shall be required to complete and submit the portion of the Claim Form relating to the claim for such Cash Payment by midnight, Eastern Time, **March 31, 2011** or such other time as the Court may order.

is hereby amended to:

13.4 Time for Filing Deadline for Registration/Claim Forms. Rightsholders may register to participate in the Settlement at any time, provided that a Rightsholder who may be eligible for a Cash Payment pursuant to Section 5.1 (Cash Payment to Class Members Whose Books and Inserts Have Been Digitized) shall be required to complete and submit the portion of the Claim Form relating to the claim for such Cash Payment by midnight, Eastern Time, **of the date that is the one-year anniversary of the Final Approval Date**, or such other time as the Court may order.

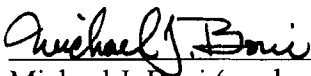
(amended portions appear in bold).

2. The new deadline shall be posted on the settlement website, and email notice will be provided consistent with the notice procedures used with respect to the Amended Settlement Agreement, as required by the Court's November 19, 2009 Order Granting Preliminary Approval of Amended Settlement Agreement. The text of this notice shall be as follows:

The parties amended the Settlement by extending the deadline to make a claim for a Cash Payment. The deadline has been extended from March 31, 2011 to the one year anniversary of the date on which the Court grants final approval of the Settlement. (If the Court does not grant final settlement approval, then, of course, there are no longer any deadlines). Please visit www.googlebooksettlement.com and read the "Important Update" for details on how to make a simplified claim for a Cash Payment. Also, please visit that website periodically to learn when the Court has made its determination whether or not to grant final settlement approval.

3. This stipulation is without prejudice to any future request by the undersigned parties to amend any other deadlines contained in the Amended Settlement Agreement.

DATED: February 11, 2011



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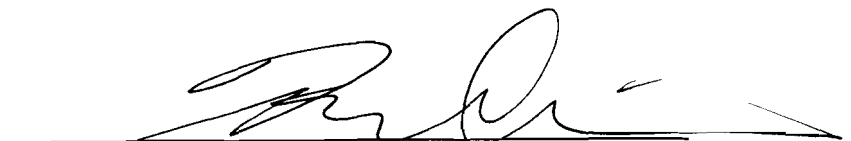
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*Companies, Inc., Pearson Education, Inc.,
Penguin Group (USA) Inc., Simon &
Schuster, Inc., John Wiley & Sons, Inc.,
Association of American Publishers, Inc.,
Harlequin Enterprises Limited, Macmillan
Publishers Limited, Melbourne University
Publishing Limited, The Text Publishing
Company, and the Publisher Sub-Class*

IT IS SO ORDERED.

Dated: 2/18/11


Hon. Denny Chin, U.S.C.J., sitting by designation